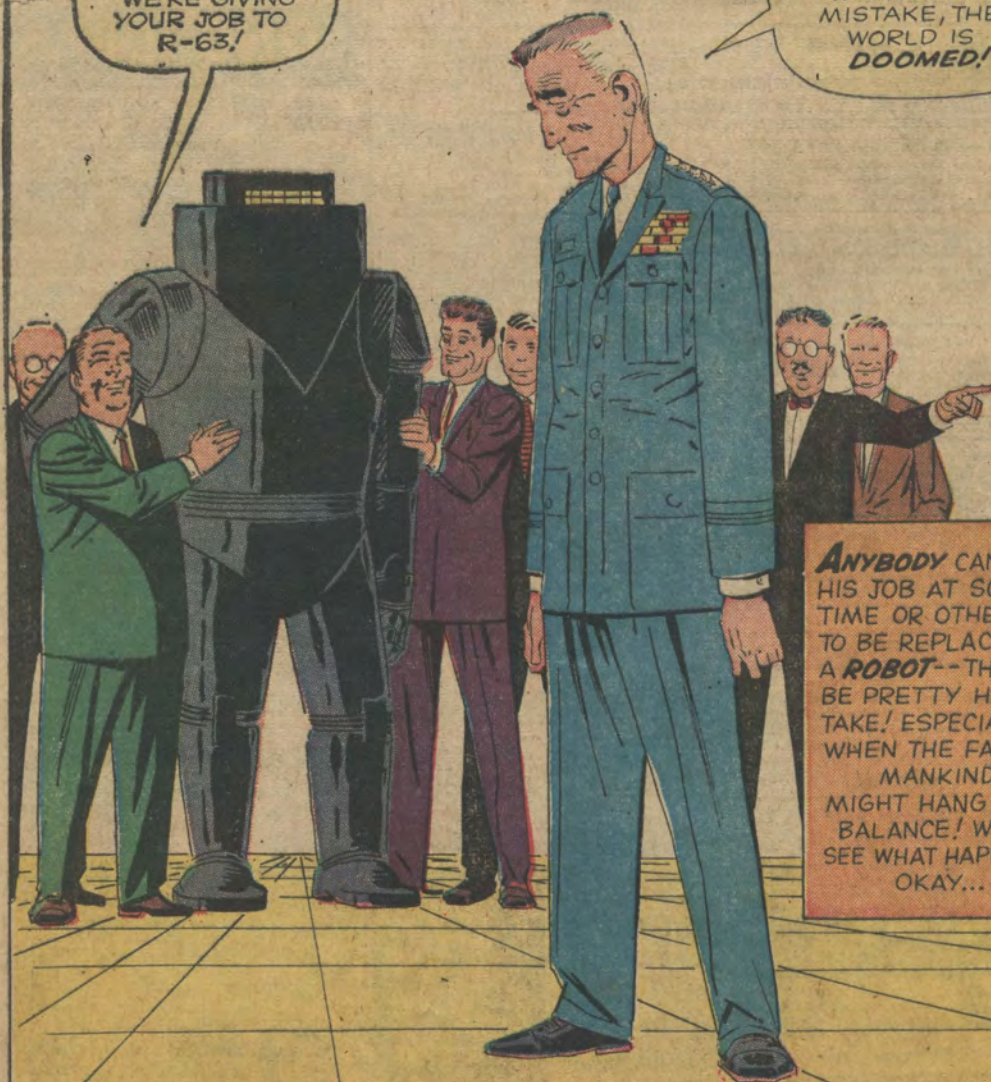


# EXHIBIT 31D

# WHO NEEDS YOU?

SORRY, CRAIG!  
WE'RE GIVING  
YOUR JOB TO  
R-63!

BUT HE'S ONLY A  
**MACHINE!** IF HE  
MAKES ONE  
MISTAKE, THE  
WORLD IS  
**DOOMED!**



**Anybody** CAN LOSE  
HIS JOB AT SOME  
TIME OR OTHER! BUT,  
TO BE REPLACED BY  
A **ROBOT**-- THAT CAN  
BE PRETTY HARD TO  
TAKE! ESPECIALLY,  
WHEN THE FATE OF  
MANKIND  
MIGHT HANG IN THE  
BALANCE! WANNA  
SEE WHAT HAPPENED?  
OKAY...

SOMETIM  
STILL WIT  
DAY TO M

ALL RIG  
SHIFT IS  
TIME TO  
WITH A



AND SO  
THINKING  
ASSUME  
DEFENSE





APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

M  
C

# STRANGE TALES

12¢

**HUMAN TORCH**  
FACES HIS MOST FANTASTIC  
PERIL WHEN HE FINDS HIMSELF...  
**"PRISONER OF THE 5<sup>TH</sup> DIMENSION!"**

103  
DEC.





Are YOU  
SKINNY  
like I was?

a sickly  
skeleton who  
developed a  
streamlined  
physique and  
great physical  
endurance.

American  
Body Building  
Club president  
**BEN REBHUN**  
at 50 years of  
age. A brilliant  
UNIVERSITY  
EDUCATOR,

authority on  
creating a  
HEALTHY MIND  
in a  
HEALTHY BODY,

says  
Dr. Winfield  
Scott Pugh,  
Commander  
U.S. Navy  
Medical Corps.

WIN  
A BIG  
Silver Trophy  
and \$100  
IN CASH



Friend, I traveled the world,  
studying every secret to  
PERFECTLY develop your  
body. My "5-Way Progressive  
Natural Power Method"

IT IS TESTED—  
PROVED by hundreds of  
thousands LIKE YOU! SAVE  
YEARS, hundreds of DOL-  
LARS! Do as movie stars,  
champions — John Sill, Jim  
Norman, Tony Pascarella —  
did! Mail coupon NOW!

MAIL THE COUPON TO ME NOW (before it is too late)  
and I'll Send You FREE these

5 AMAZING PICTURE-PACKED TEST COURSES

PLUS BOOK OF PHOTOS OF FAMOUS STRONG  
MEN ONCE WEAK LIKE YOU



MILLIONS were sold at \$1.00. Send for them ALL  
FREE. Mail Coupon BEFORE IT IS TOO LATE!

## SKINNY OR FAT, 15, 20, 30 OR 40 YEARS OF AGE

Just RUSH me your LAST CHANCE COUPON below with YOUR NAME and ADDRESS ON IT  
and I'll show YOU absolutely FREE

## How to GAIN UP TO 50 LBS. OF MIGHTY MUSCLES!

And Become a REAL HE-MAN like MANY THOUSANDS of My Pupils in 10 Minutes of FUN a Day

Yes! I'll Show You By My Quick,  
Easy Methods How To

ADD POWERFUL NEW  
INCHES OF MUSCLES  
around YOUR ARMS,  
CHEST, LEGS, etc.

How to IMPROVE YOUR  
HE-MAN LOOKS 100%.

How to BECOME A WINNING ATHLETE  
IN ALL POPULAR SPORTS.  
How to BEAT ANY BULLY.  
How to DO FEATS of STRENGTH.  
How to be a WINNER in EVERYTHING  
YOU TACKLE.

YES! Your Success Story Can Soon be like John  
Sill and thousands of my pupils. Think of it — a  
skinny weakling like you became a MAGNIFICENT  
MR. MUSCLES — won a BIG SILVER TROPHY, his  
name, accomplishments engraved on it and \$100.  
A few weeks before, everybody picked on John,  
too weak to fight for his rights. TODAY every-  
body admires John's movie star build, he-man  
STRENGTH, his mighty ARMS, heroic CHEST, slender  
WAIST, rock-like TORSO, broad manly BACK,  
wide military SHOULDERS, new popularity with  
the BOYS and GIRLS. His winning drive in ALL  
SPORTS, his energy at work and studies.

NO! I don't care how skinny or flabby you are,  
if you are in your teens, twenties or thirties,  
I'll show you in just 10 thrilling minutes a day  
in your home, you can make yourself over by  
the easy, quick method I turned myself from a  
wreck to a tower of strength and endurance.

YES! YOU'LL ADD INCH upon INCH of MIGHTY  
MUSCLES to YOUR ARMS, YOU'LL DEEPEN YOUR  
CHEST, BROADEN YOUR BACK and SHOULDERS.  
From HEAD to HEELS you'll gain SIZE, POWER,  
LIGHTNING SPEED, ENDURANCE. You'll become  
the SUCCESSFUL HE-MAN in LOOKS and ACTS —  
a WINNER in EVERYTHING, athletics, business,  
studies.

DEVELOP YOUR 520 MUSCLES  
BY THE GREATEST METHOD!

Pick the  
kind of  
BODY YOU  
WANT  
Check ALL Your  
Needs —

I GAINED  
60 LBS.

OF SHAPELY  
MIGHTY  
MUSCLES

BEFORE  
Mailing  
Coupon  
I was a  
125 lb.  
6 ft.  
skinny  
weakling



says JOHN SILL

I added 7 inches to  
MY CHEST, 3½ IN-  
CHES to EACH ARM.  
No, Pail! You don't  
have to be a chick-  
en-chested skinny  
weakling like I was  
only a few weeks  
ago.

This Can Be  
YOU in a  
Short  
Time!



AFTER

Mailing  
Coupon  
185 lb.  
HEAD-TO-  
TOE HE-MAN  
POPULAR  
ATHLETE  
You can  
be, too!

This now MAGNIFICENT, MODERN HERCULES,  
26 yr. old  
teacher,  
Wm. Butler,

says to YOU, "No  
matter WHAT your  
age, I advise you to  
SEND for the ABC  
WONDER PICTURE  
COURSES at once.  
Under the World's  
greatest home train-  
ing BODY BUILDER,  
I now have 18½"  
ARMS, a 52" CHEST,  
my STRENGTH has  
greatly improved. So  
have my sports. I have won titles  
like "Mr. Virginian," "Mr. State  
Y.M.C.A.," etc.



How would YOU  
like to have 18½"  
inch ARMS, a 52  
inch CHEST like  
this ABC pupil  
NOW HAS?

I BROKE A  
WORLD'S  
STRENGTH  
RECORD!

JIM NORMAN  
became Athlete of  
the Year. Lifted  
the front end of a 2700 lb.  
Car. Quit being a bag-of-  
bones weakling like I was.  
In 10 minutes of fun a day,  
A.B.C. CAN DO FOR YOU  
ALL HE DID FOR ME! I  
gained 25 TERRIFIC LBS.  
of HANDSOME POWER-  
PACKED MUSCLES.



AFTER  
mailing  
coupon  
below—  
like  
you do  
NOW.



AMERICAN BODY BUILDING CLUB, Dept. MA-211, GREAT NECK, NEW YORK

Mail me FREE all 5 WORLD FAMOUS STRENGTH TEST COURSES,  
including PHOTO BOOK of FAMOUS STRONG MEN, once weaklings,  
now famous Strong Men, and How to Become one of Them.

☐ I enclose 10c for mailing and handling.

☐ I am under no other obligation.

☐ I'm checking everything I need to give me the kind of body I want.

☐ I want to gain \_\_\_\_\_ lbs. (fill in). ☐ Triple my strength.

☐ I want to streamline my body, get rid of flabby fat.

☐ I want to add inches of muscle to my ☐ ARMS ☐ CHEST

☐ SHOULDERS ☐ POWERFUL LEGS ☐ SLIM WAIST

☐ I want to become a winning athlete. ☐ I want new pep.

NAME \_\_\_\_\_ AGE \_\_\_\_\_

DO NOT MAIL COUPON IF UNDER 14 YEARS OF AGE.

ADDRESS \_\_\_\_\_

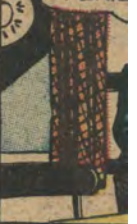
CITY \_\_\_\_\_ ZONE \_\_\_\_\_ STATE \_\_\_\_\_

**FREE**  
Sports,  
Self-  
defense,  
Strong-man  
Stunts  
Courses  
Apparatus.  
Let me  
know how  
to get these  
**FREE!**

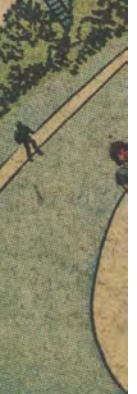
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LIKE OTHER  
JOHNNY ST

GOTTA HU  
HISTORY T  
PERIO



PR

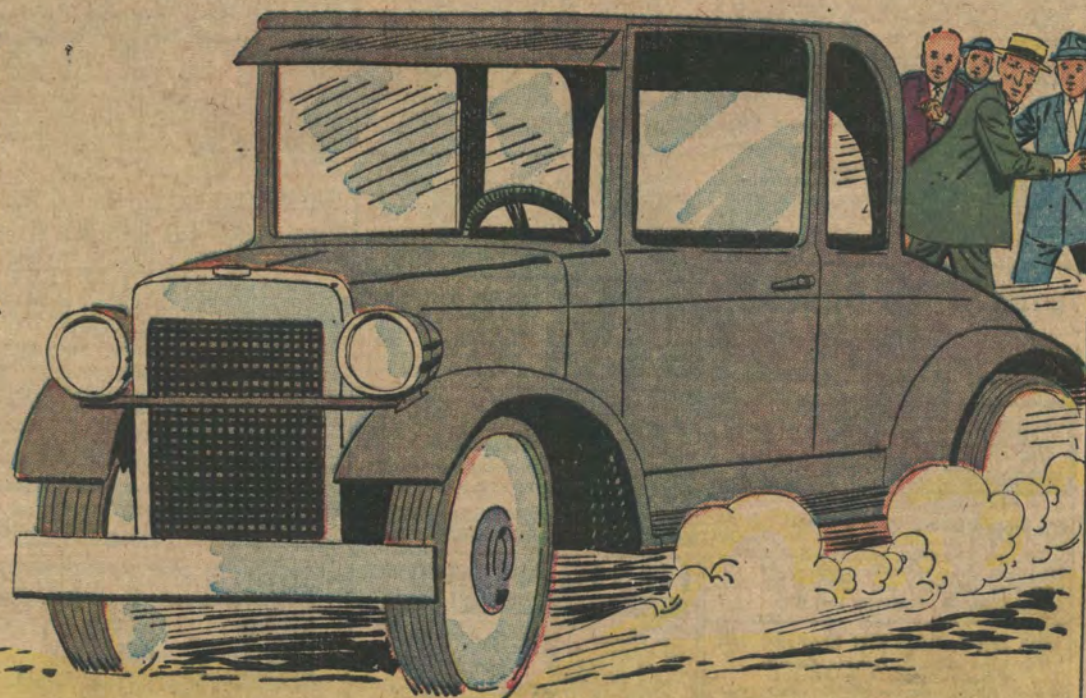


\*PLOT: STAN LE



*PERHAPS THERE IS MORE TO*  
**"JASPER'S  
JALOPY"**  
*THAN MEETS THE EYE!*

Stan Lee & S. Ditko



**LET'S FIND OUT FOR OURSELVES...**

NO, DEAR  
FOOL YOU  
PLACE YE  
JALOPY I  
TAKE

MMMM  
RUNN

LOOK! T  
OLD JAS  
IN HIS E  
JALC

BUT WIS  
BOTHER  
OVER AN

HEY, JASP  
RUBBER-  
YO



# STRANGE TALES

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

M  
C

104  
JAN.

12¢

**HUMAN TORCH**  
BATTLES THE MOST FANTASTIC  
FOE OF ALL:  
**PASTE-POT PETE**  
AND HIS UNBEATABLE  
SUPER WEAPON!

IF ONE OF  
THOSE STREAMS  
OF FIRE-PROOF  
PASTE HITS ME,  
I'M A GONER!

MY PASTE-GUN WILL  
DEFEAT YOU, TORCH,  
AS IT HAS DEFEATED  
ALL THE OTHERS!









# the FROG-MAN!

HAVE YOU EVER  
HEARD THE OLDIE:  
"WHEN IS A DOOR  
NOT A DOOR?"  
ANSWER: "WHEN IT IS  
AJAR" (A JAR!) WELL,  
THIS STRANGE LITTLE  
TALE ASKS THE  
QUESTION: "WHEN IS  
A FROG NOT A FROG?"  
AND FOR THE  
SURPRISING ANSWER  
--READ ON...

Stan Lee + S. DITKO



V-979

THE ANG  
RULED E

FREE U  
WE ARE

BUT ON  
TO TYR

I AM  
MAGIC  
PRES  
T

AND

ANN  
YOU  
AN



# STRANGE TALES

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

M  
C

12¢

105  
FEB.

**HUMAN TORCH**

FLAMES INTO ACTION AGAIN!

**"THE RETURN OF  
THE WIZARD!"**

THE EVIL GENIUS WHO HAS  
SWORN TO DESTROY THE TORCH!

THE WIZARD'S  
FORCE FIELD CAN'T STOP  
ME! I CAN ALWAYS  
FLY ABOVE IT!

I EXPECTED  
YOU TO TRY THAT,  
TORCH! YOU  
WILL FIND THE  
WIZARD IS  
PREPARED  
FOR YOU!



WHY DID THE FANTASTIC  
FOUR LET THE TORCH  
TACKLE THAT FORTRESS  
SINGLE-HANDED? HIS  
FLAMING POWERS WON'T  
BE A MATCH FOR THAT  
FIEND'S WIZARDRY!



## SHOP BY MAIL

.177 CAL. FAMOUS ROSCO  
AIR RIFLE

BREAK ACTION

SHOOTS  
PELLETS

This high powered sportsman's air rifle is terrible for target practice, shooting no. 7 pellets, small game, etc. Shoots 17 pellets accurately, powerfully. To load and activate mechanism, simply break barrel. Steel barrel with front & rear slides, beautiful walnut stock. (Regularly \$14.95) NOW ONLY \$6.95 including FREE can of 200 pellets. Additional can of 200 pellets, Genuine U.S. Surplus Finest Grade, Police double lock banding, \$2.95. Send cash, check or M.O. Satisfaction guaranteed.

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AMERICA'S LARGEST SONG STUDIO

FIVE STAR MUSIC MASTERS, 92 BEACON BLDG., BOSTON, MASS.

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—ALL DIFFERENT—

EMBLEM SALES CO. Dept. 1000

P.O. Box 187, Madison Sq. Sta., N.Y. 10

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HYPNOTIZE YOURSELF or OTHERS

IN MINUTES!

MUST WORK OR MONEY BACK!

Hold the yellow-cyan in front of the person you want to hypnotize. Gently vibrate the plastic lens. This lens, a cypher and body of subject's gaze. Now give your hypnotic suggestions! Get this amazing hypnotic aid complete with a FREE, revealing booklet of secrets and instructions that tell you what to say and do, how to command and re-hypnotize with the snap of a finger, how to thrill and amaze them with Hypnotism... only \$1.00 p.d. Sent in a plain wrapper. Money back if not delighted!

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\$1.00

Name \_\_\_\_\_

Address \_\_\_\_\_

City \_\_\_\_\_

State \_\_\_\_\_

Zip \_\_\_\_\_

I CAN PARALYZE A 200-LB. ATTACKER WITH JUST ONE FINGER! Yet I weigh only 93 lbs.!

YOU TOO can protect yourself with my SECRET Oriental System of Yubiwaza.

Girls, these days it isn't safe to be alone even during daylight—let alone coming home at night on dark streets. Mugging and other kinds of attacks can do more harm than the loss of mere money. Yet—although I'm under 5 feet and weigh only 93 lbs.—I don't have a bit of fear-day or night! That's because my forefathers in Japan always passed along to me the amazing system of generation the secrets of Yubiwaza—the amazing system of Yubiwaza. I've subdued huge bullies almost twice my size and weight... I've made rough characters cry out for help themselves... and I've left muggers suffering in pain on the ground! And I've done all this just by placing a single finger on the right spot of my attacker's body! Simply press your finger on one of the vital spots shown in this Yubiwaza System and your attacker may lose consciousness... or become paralyzed—completely unable to move. He releases his grip on you instantly—becomes helpless himself! I've used this system to protect myself as easily and surely as I have done Yubiwaza. I guarantee you can protect yourself with the knowledge of Yubiwaza—no harm can come to you as long as you know YUBIWAZA. My system is profusely illustrated with LIVE ACTION photos of me demonstrating each secret. My favorite man! For my complete instructions, send only 99¢ plus 20¢ postage (TOTAL: \$1.19). YUBIWAZA, c/o Precise, Dept. Y-5, Box 322, Lenox Hill Sta., New York, N.Y.

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From Britain's farflung Colonies.

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stamp, plus New Zealand, Cuba and others.

Only 5¢ with U.S. or foreign approvals.

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22



# the SUPERNATURAL!

HOW WOULD YOU DEFINE  
THE SUPERNATURAL??  
EVERYBODY SEEMS TO HAVE  
THEIR OWN VERSION! NOW,  
ON THE PAGES THAT FOLLOW,  
YOU WILL SEE EVENTS THAT  
**MUST** BE CALLED SUPER-  
NATURAL! OR--**MUST** THEY?



SCRIPT: STAN LEE • ART: STEVE DITKO • LETTERING: ART SIMEK

THIS MAY

AND, MO



# STRANGE TALES

12¢

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MAR.  
63

REED,  
DO  
SOMETHING!  
THE TORCH  
IS  
WOUNDED!  
HE HASN'T  
A CHANCE!

WE  
CAN'T,  
SUE!  
THIS IS  
THE WAY  
HE  
WANTS  
IT!

SEE THE HUMAN TORCH  
FIGHTING FOR HIS LIFE  
AGAINST THE ACROBAT, IN...  
"THE THREAT OF THE  
TORRID TWOSOME!"



DON'T MISS THE  
GUEST APPEARANCE  
OF THE  
**FANTASTIC  
FOUR**  
IN THIS GREAT ISSUE!



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**SELF-TEACHING**  
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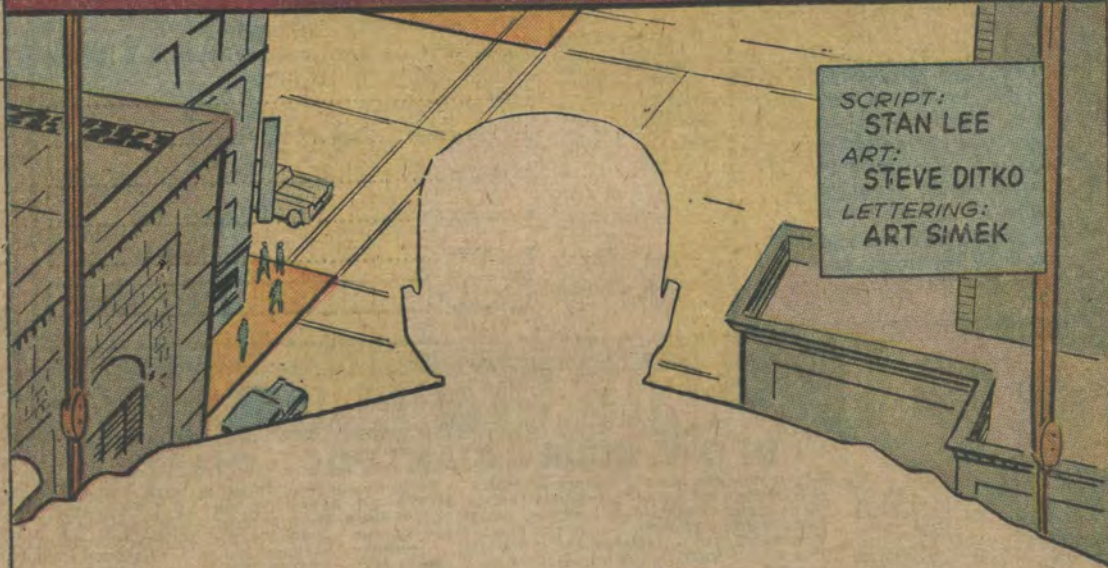
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# MAN ON THE SCAFFOLD!



SCRIPT:  
STAN LEE  
ART:  
STEVE DITKO  
LETTERING:  
ART SIMEK

**WILLIE WOPPER WAS  
A TELLER OF TALL  
TALES! NO MATTER WHAT  
TYPE OF IMPOSSIBLE  
STORY YOU WOULD  
TELL, HE COULD TOP  
YOU! BUT, WHO CAN EVER  
KNOW WHEN A FANTASTIC  
TALL TALE WILL--  
COME TRUE??!**



AND NOW, SL  
ABLE

UH OH, HERE  
COMES! OL'  
WOPPER, THE  
LIAR IN T

**SUPER  
SIGN  
CO.**

I BOUGHT  
OF PAINT IN  
ANTIQUE SH  
WHAT? THE  
THEY HAVE  
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LOOK  
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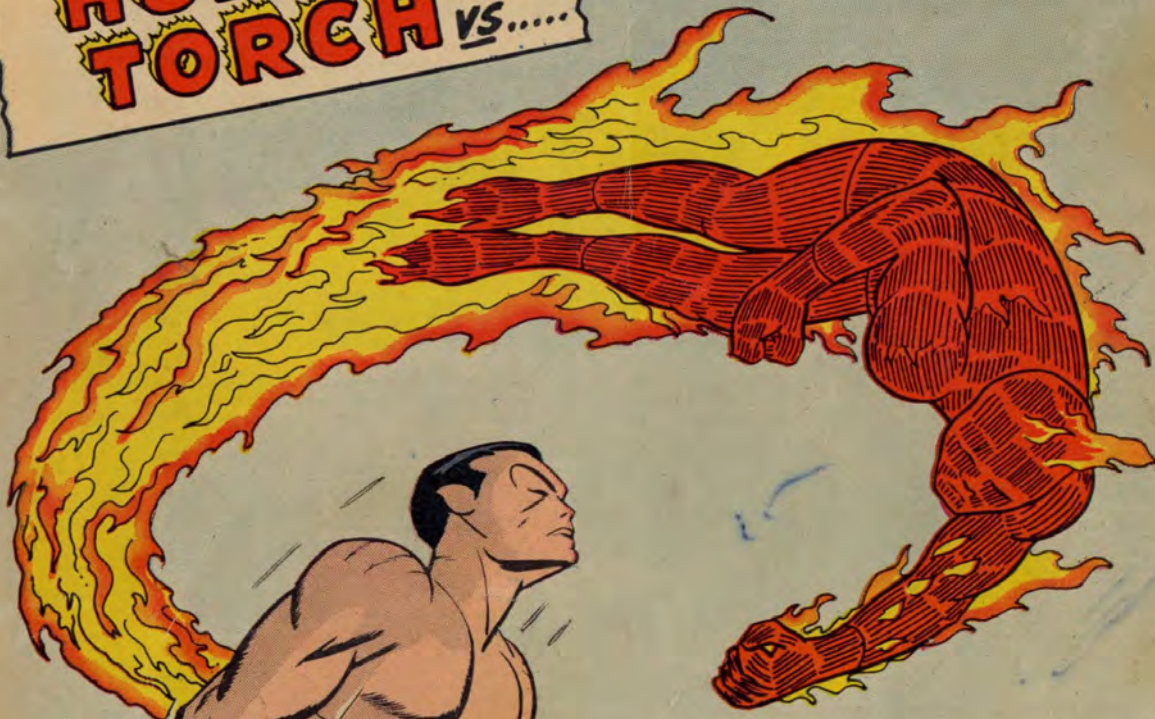
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THE EPIC BATTLE WHICH  
YOU DEMANDED...

THE  
**HUMAN  
TORCH** VS.....

# TALES

107  
APR.

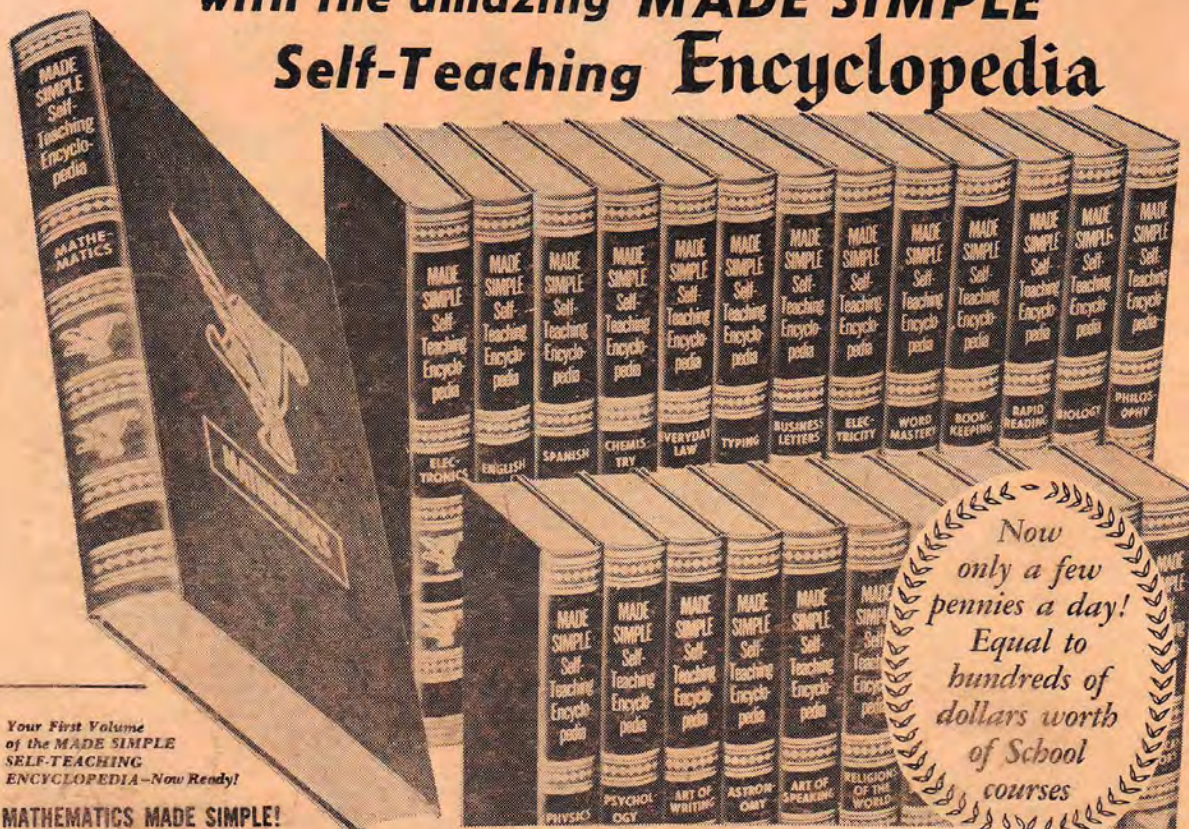
....THE  
**MIGHTY  
SUB-MARINER**  
FACING EACH OTHER IN  
A BREATH-TAKING SAGA OF  
FIRE AGAINST WATER!!  
THIS ONE IS THE  
**BIG ONE!**



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**ENCYCLOPEDIA—Now Ready!**

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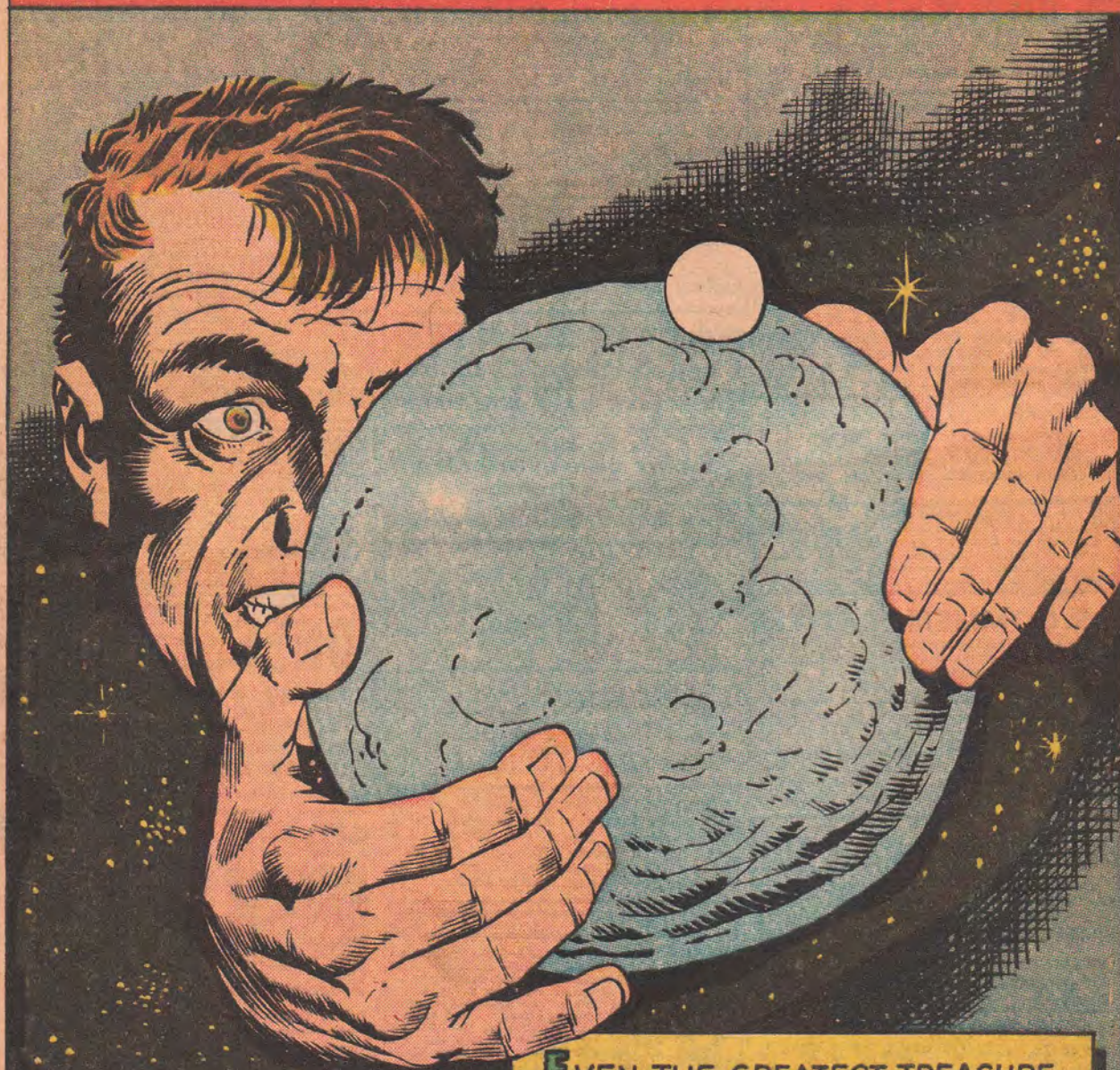
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# *The* TREASURE *of* PLANETOID 12!



STORY.....STAN LEE  
ART.....STEVE DITKO  
LETTERING..ART SIMEK

**E**VEN THE GREATEST TREASURE  
IN ALL THE UNIVERSE WILL  
DO A MAN NO GOOD--UNLESS  
HE CAN **RECOGNIZE** IT!





MARVEL  
COMICS  
GROUP 12¢

# STRANGE

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

# TALES

the **HUMAN TORCH** meets  
**"THE PAINTER OF A  
THOUSAND PERILS"**

108  
MAY



ONLY I  
COULD MAKE THE  
**FANTASTIC FOUR**  
TURN AGAINST  
THE HUMAN  
TORCH!

GET HIM,  
**THING!**  
WE MUST  
**DESTROY**  
THE  
**TORCH!**



THE WORLD'S GREATEST MOLDER OF HANDSOME HE-MEN and CHAMPS out of WEAKLINGS says

can now get  
**YOU FREE!**

ALL these 5 famous  
PICTURE-PACKED  
STRENGTH-TEST COURSES  
to Make YOU a SUPER-MAN.  
(formerly \$5.00 each)  
Now FREE to you if you mail  
coupon AT ONCE! LAST CHANCE!

**SKINNY OR FAT, 15, 20, 30 OR 40 YEARS OF AGE**  
**I'LL BUILD YOU INTO A NEW**  
**ATHLETIC MIGHTY-MUSCLED**  
**ALL-MALE HE-MAN**

In THRILLING MINUTES a day, as I have done to THOUSANDS in 20 YEARS.



**BEN REBHUN**  
20 years Directing Head of the  
most famous and largest home-  
training body building institute  
in the world, through which mil-  
lions of youths and men counted  
for training, of which countless  
were changed from skinny and  
fat weaklings into streamlined  
heroic he-men.



This now MAGNIFICENT  
MODERN HERCULES,  
26 year old teacher,  
William Butler,

says to YOU, "No matter WHAT your age, I advise you, SEND for the  
A.B.C. WONDER PICTURE COURSES at once.

Under the World's GREATEST BODY-BUILDER, I now have 18½"  
ARMS, a 52" CHEST; my STRENGTH has greatly improved. So have my  
sports. I have won titles like 'Mr. Virginia', 'Mr. State Y.M.C.', etc.

**YOU can soon be a HERO of MEN like Butler is  
and an IDOL of WOMEN in a few weeks!**

"NO MATTER WHAT YOUR AGE  
I'll show you, by my quick, easy SECRETS

**How to GAIN OR LOSE UP TO 50 LBS. FAST**

like my pupils here did and THOUSANDS do now."

17  
YEAR  
OLD  
SILLS



"I GAINED  
60 LBS.  
OF SHAPELY  
MIGHTY  
MUSCLES.  
**BEFORE**



says JOHN SILL.

YOU can add  
7 inches to your CHEST  
3½ inches to each ARM  
and the rest in proportion  
just as I did.

YOU can WIN the 18" tall  
SILVER TROPHY with name on it,  
A GOLD MEDAL, \$100, as I did."

45 year old FATHER and 18 year  
old SON — now Pals — train  
A.B.C. way together!



"Both gained pounds of powerful  
muscles. Advise all you fathers and  
sons to send for the A.B.C. courses  
without foolish delay."  
—LARRY CAMPBELL

"I LOST  
30 LBS.  
OF DANGEROUS  
UGLY  
FAT  
4 INCHES  
OFF MY  
WAIST!

28 year old  
Felipe  
Mendoza



"That 220 lb. FAT-BOY at the right was ME a few  
short weeks ago."

A.B.C. streamlined my  
body, made me a new man  
my 47" chest  
my 32" waist  
15" difference  
attracts admiration at the beach.

YOU become A WINNER in ALL you do  
like these and MILLIONS of my pupils!



YOU become A STAR in ANY SPORT!  
YOU fear NO MAN or BULL!

**WOMEN always say, "I just adore  
A.B.C. ALL-MALE HE-MEN".**

NO! I don't care how skinny or flabby you are  
now, if you're in your teens, twenties, thirties or  
forties, I'll show you in just 10 thrilling minutes  
in your home, how you can make yourself over by  
the easy, quick method I turned myself from  
wreck to a tower of strength and endurance.  
of others into all-male he-men!

YES! You'll ADD INCHES OF MIGHTY MUSCLES to  
your ARMS, deepen your CHEST, broaden your  
BACK and SHOULDERS from HEAD to HEELS  
you'll gain SIZE, POWER, LIGHTNING SPEED,  
ENDURANCE. You'll become a SUCCESSFUL HE-  
MAN in LOOKS and ACTS — a WINNER in EVERY-  
THING — athletics, business, studies.

AMERICAN BODY BUILDING CLUB, Dept. MA34, GREAT NECK, NEW YORK

Mail me FREE all 5 WORLD FAMOUS STRENGTH TEST COURSES,  
including PHOTO BOOK of FAMOUS STRONG MEN, once weaklings,  
now famous Strong Men, and How to Become one of Them.

☐ I enclose 10c for mailing and handling.  
☐ I am under no other obligation.  
☐ I'm checking everything I need to give me the kind of body I want.  
☐ I want to gain \_\_\_\_\_ lbs. (fill in). ☐ Triple my strength.  
☐ I want to streamline my body, get rid of flabby fat.  
☐ I want to add inches of muscle to my \_\_\_\_\_ ARMS \_\_\_\_\_ CHEST  
☐ SHOULDERS \_\_\_\_\_ POWERFUL LEGS \_\_\_\_\_ SLIM WAIST  
☐ I want to become a winning athlete. ☐ I want new pep.

NAME \_\_\_\_\_ AGE \_\_\_\_\_  
DO NOT MAIL COUPON IF UNDER 14 YEARS OF AGE.

ADDRESS \_\_\_\_\_ CITY \_\_\_\_\_ STATE \_\_\_\_\_

**BEFORE**

mailing  
coupon  
this  
A.B.C.  
pupil was  
this  
90 lb.  
skeleton.  
Gained  
70 lbs.  
Made  
football  
team.

YOU wouldn't  
give me  
a tumble  
before  
I gained  
28  
A.B.C.  
lbs.

**FREE**

Sports,  
Self-  
defense,  
Strong-man  
Stunts  
Courses  
Apparatus.  
Let me  
know how  
to get these.  
**FREE!**

AMERICAN BODY BUILDING CLUB, Dept. MA34, GREAT NECK, NEW YORK

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MIX THE ART  
OF A MODERN

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A

THERE! L  
A PAINTING  
TORCH'S F  
IT? BUT  
PART OF IT  
PICTURE!  
THREE ME  
FOUR WILL  
THE FIERY  
THEIR FAN  
AND IT IS  
CAUSING  
DOUBLE  
MY MAGI



# The IRON WARRIOR

X-147

Like tales of black magic?  
Like action tinged with  
the supernatural? Like  
villainous villains and  
heroic heroes? Well  
then, settle back and **READ!**  
Because this story is just  
for **YOU!**

SCRIPT: STAN LEE  
ART: STEVE DITKO  
LETTERING: RAY HOLLOWAY

THIS IS  
A

WHAT  
TIDINGS  
BRING YOU  
NOBLE  
MERLIN!

MER  
PARL  
I AM  
NOT  
PUL

MINUTE

CO  
OF  
MER  
AM  
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MARVEL  
COMICS  
GROUP **12¢**

# STRANGE TALES

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

**109**  
JUNE

**WILL THE POWER OF THE MIGHTY HUMAN TORCH BE  
ENOUGH TO DEFEAT THE SINISTER SORCERER AND HIS  
"IMPS FROM PANDORA'S BOX!"**

THEY'RE ALL  
AROUND ME...AND  
EACH HAS A DIFFERENT  
SUPERNATURAL  
POWER!

GO, MY  
FAITHFUL  
IMPS! GO AND  
DESTROY THE  
HUMAN TORCH  
...FOREVER!





THE WORLD'S GREATEST MOLDER OF HANDSOME HE-MEN and CHAMPS out of WEAKLINGS says

can now get **YOU FREE!** SKINNY OR FAT, 15, 20, 30 OR 40 YEARS OF AGE  
I'LL BUILD YOU INTO A NEW

ALL these 5 famous  
PICTURE-PACKED  
STRENGTH-TEST COURSES  
to Make YOU a SUPER-MAN.  
(formerly \$5.00 each)  
Now FREE to you if you mail  
coupon AT ONCE! LAST CHANCE!

**ATHLETIC MIGHTY-MUSCLED  
ALL-MALE HE-MAN**

in THRILLING MINUTES a day, as I have done to THOUSANDS in 20 YEARS.



#### BEN REBUHN

20 years Directing Head of the most famous and largest home-training body building institute in the world, through which millions of youths and men applied for training, of which countless were changed from skinny and fat weaklings into streamlined heroic he-men.



This now **MAGNIFICENT  
MODERN HERCULES,**  
26 year old teacher,  
William Butler,

says to YOU, "No matter WHAT your age, I advise you, SEND for the A.B.C. WONDER PICTURE COURSES at once.

How would **YOU** like to have 18½ inch ARMS a 52 inch CHEST like this A.B.C. pupil NOW has?

"NO MATTER WHAT YOUR AGE I'll show you, by my quick, easy SECRETS

**How to GAIN OR LOSE UP TO 50 LBS. FAST**

like my pupils here did and THOUSANDS do now."

17  
YEAR  
OLD  
SILLS



"I GAINED  
**60 LBS.**  
OF SHAPELY  
MIGHTY  
MUSCLES.

**BEFORE**

mailing  
coupon,  
I was a  
125 lb.  
6 ft.  
skinny  
weakling."

says **JOHN SILL**

YOU can add  
7 inches to your **CHEST**  
3½ inches to each **ARM**  
and the rest in proportion  
just as I did.

YOU can WIN the 18" tall  
**SILVER TROPHY** with name on it,  
A **GOLD MEDAL**, \$100, as I did."

45 year old **FATHER** and 18 year  
old **SON** — now Pals — train  
A.B.C. way together!



"Both gained pounds of powerful  
muscles. Advise all you fathers and  
sons to send for the A.B.C. courses  
without foolish delay."

—LARRY CAMPBELL

"I LOST  
**30 LBS.**  
OF  
DANGEROUS  
**UGLY**

**FAT**  
4  
INCHES  
OFF MY  
**WAIST!**

"That 220 lb. FAT-BOY at  
the right was ME a few  
short weeks ago."

A.B.C. streamlined my  
body, made me a new man  
my 47" chest  
my 32" waist  
15" difference  
attracts admiration at the beach.

YOU become A WINNER in ALL you do  
like these and MILLIONS of my pupils!



YOU become A STAR in ANY SPORT!  
YOU fear NO MAN or BULLY!

28 year old  
Felipe  
Mendoza



**WOMEN** always say, "I just adore  
A.B.C. ALL-MALE HE-MEN".

NO! I don't care how skinny or flabby you are  
now, if you're in your teens, twenties, thirties or  
forties, I'll show you in just 10 thrilling minutes  
in your home, how you can make yourself over by  
the easy, quick method I turned myself from  
wreck to a tower of strength and endurance.  
of others into all-male he-men!

YES! You'll ADD INCHES OF MIGHTY MUSCLES to  
your ARMS, deepen your CHEST, broaden your  
BACK and SHOULDERS. From HEAD to HEELS  
you'll gain SIZE, POWER, LIGHTNING SPEED,  
ENDURANCE. You'll become a SUCCESSFUL  
HE-MAN in LOOKS and ACTS — a WINNER in EVERY-  
THING — athletics, business, studies.

**BEFORE**

mailing  
coupon  
this  
A.B.C.  
pupil was  
this  
90 lb.  
skeleton.  
Gained  
70 lbs.  
Made  
football  
team.

You wouldn't  
give me  
a tumble  
before  
I gained  
28  
A.B.C.  
lbs.



"I'm  
proud  
of you  
now,  
Tony"  
Pascarella

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Mail me FREE all 5 WORLD FAMOUS STRENGTH TEST COURSES,  
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☐ I want to streamline my body, get rid of flabby fat.

☐ I want to add inches of muscle to my ☐ ARMS ☐ CHEST

☐ ☐ SHOULDERS ☐ POWERFUL LEGS ☐ SLIM WAIST

☐ I want to become a winning athlete. ☐ I want new pep.

NAME \_\_\_\_\_ AGE \_\_\_\_\_

DO NOT MAIL COUPON IF UNDER 14 YEARS OF AGE.

ADDRESS \_\_\_\_\_

CITY \_\_\_\_\_ ZONE \_\_\_\_\_ STATE \_\_\_\_\_

**FREE**

Sports,  
Self-  
defense,  
Strong-man  
Stunts  
Courses  
Apparatus.  
Let me  
know how  
to get these  
FREE!

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# EARTH IS OFF-LIMITS!

STORY.....STAN LEE  
ART.....STEVE DITKO  
LETTERING..ART SIMEK



**S**UDDENLY, THE SPACE SHIP FROM EARTH HAD BECOME THE MOST DANGEROUS THING IN THE ENTIRE UNIVERSE! IT MUST BE PREVENTED FROM RETURNING TO EARTH-- NO MATTER *WHAT* THE COST!!!

x-185

THIS IS ONE OF THE HISTORY OF FOR MAN'S F

WE ALL CONTAIN YOUR JO MINERAL FO



WE'VE BEEN MANY TIMES OF LIGHT FOR AND NOW, THE FIRST PLANE SIDE THE SOI



THEN, BAC

SPACE EXPL TACTING US FRO

CALLING CALLING





APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

110  
JULY  
IND.

MARVEL  
COMICS  
GROUP 12¢

# STRANGE TALES

ARE THE  
FLAMING POWERS OF  
**THE HUMAN TORCH**  
STRONG ENOUGH TO DEFEAT BOTH

**The WIZARD**  
AND  
**PASTE-POT PETE**  
???

MY FLAME IS  
DYING OUT!! ONLY  
ENOUGH LEFT TO BURN  
THRU ONE SECTION OF  
MIRROR...AND IF I  
CHOOSE THE *WRONG*  
ONE, I'M DONE FOR!

THIS *MIRROR PRISON*  
WAS A GREAT IDEA OF  
YOURS, WIZARD! THE  
TORCH WILL *NEVER*  
GET FREE!

AND EVEN  
IF HE *DOES*,  
PETE, YOU'LL  
FINISH HIM  
OFF WITH  
YOUR  
INVINCIBLE  
*PASTE-POT*  
GUN!

MORE FIERY ACTION WITH  
YOUR FAVORITE SUPER-HERO...  
THE  
**HUMAN TORCH!**





# START YOUR OWN BUSINESS!

## ELECTRICAL APPLIANCE REPAIRING

**SECURITY — INDEPENDENCE**  
**WORK SHORT HOURS**

**EARN WHILE YOU LEARN!**

There are millions of electrical equipment units in daily use . . . in factories, homes, office buildings and on farms. Skilled electrical technicians are needed to keep this equipment in good running condition. Learn at home in spare time.

You can now **BE TRAINED** to fill this **BIG NEED** . . . a need that grows day by day because of new electrical inventions for home and factory.

If you are mechanically inclined, can hold and use tools, we can give you the training and time-saving kits that will enable you to . . . **Command More Money at Work . . . A Better Paying Job Elsewhere . . . Or A Business Of Your Own!**

The **ELECTRONIC KIT**, a multi-purpose trouble detector, and other valuable Shop Method Training is sent to you! All instruction material is written in simple, easy-to-understand language, chock full of hundreds of detailed photos and drawings. Use! by servicemen the country over.

We show you how to quickly locate the trouble, how to fix it and what to charge. **ALSO**, how to solicit business and keep business coming to you.

Get Full Facts on how you can get this training at home in your spare time and pay for it out of your earnings while learning!

**FREE BOOK**  
On America's fastest growing industry

**CHRISTY TRADES SCHOOL, Dept. A-271**  
3214 W. Lawrence Ave., Chicago 25, Ill.  
Gentlemen:  
Please rush me your **FREE ILLUSTRATED BOOK** about Electrical Appliance Servicing, facts on your Electronic Kit and Special form for paying later from earnings while learning.

**NAME** \_\_\_\_\_ **Age** \_\_\_\_\_

**ADDRESS** \_\_\_\_\_

**CITY** \_\_\_\_\_ **Zone** \_\_\_\_\_ **State** \_\_\_\_\_

**SEND COUPON TODAY**

**WORKING KIT FURNISHED**

**IN YOUR OWN KITCHEN, BASEMENT, OR GARAGE**

You don't need elaborate fixtures or expensive equipment to be a successful repairman. Work as many hours as you wish. The Electrical Appliance Technician is his own boss!

**\$5.00 - \$6.00 HOUR**

often charged for making ordinary repairs. We show you how to repair refrigerators, vacuum cleaners, washing machines, motors, etc., etc.

**AGE IS NO BARRIER**

Nor is a minor physical handicap. Work is light, pleasant and **PROFITABLE**.

Only had your course a few short weeks and have already made \$800.00. Going to quit my job paying \$250.00 straight salary to operate my own business.—J. D. S., St. Louis, Mo.

I work day times at the shipyard and after 4:00 P. M. I operate from my cellar and garage. I average \$10.00 to \$15.00 clear every day.—Walter Hanhy, Brockton, Mass.

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# "Dr. STRANGE MASTER OF BLACK MAGIC!"







MARVEL  
COMICS  
GROUP **12¢**

# STRANGE TALES

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY  
IND.

**111**  
AUG.

MY FLAMES  
DON'T AFFECT THE  
**ASBESTOS MAN!!**  
LOOKS LIKE CURTAINS  
FOR MY FAVORITE  
TEEN-AGER.....  
NAMELY **ME!!**

HOW CAN THE  
**HUMAN  
TORCH**  
DEFEND HIMSELF  
AGAINST THE  
**ASBESTOS  
MAN?**



MARVEL COMICS  
GROUP USHERS IN  
THE MARVEL AGE  
OF COMICS!





# START YOUR OWN BUSINESS!

## ELECTRICAL APPLIANCE REPAIRING

### SECURITY — INDEPENDENCE — WORK SHORT HOURS

### EARN WHILE YOU LEARN!

There are millions of electrical equipment units in daily use . . . in factories, homes, office buildings and on farms. Skilled electrical technicians are needed to keep this equipment in good running condition. Learn at home in spare time.

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NAME \_\_\_\_\_ Age \_\_\_\_\_

ADDRESS \_\_\_\_\_

CITY \_\_\_\_\_ Zone \_\_\_\_\_ State \_\_\_\_\_

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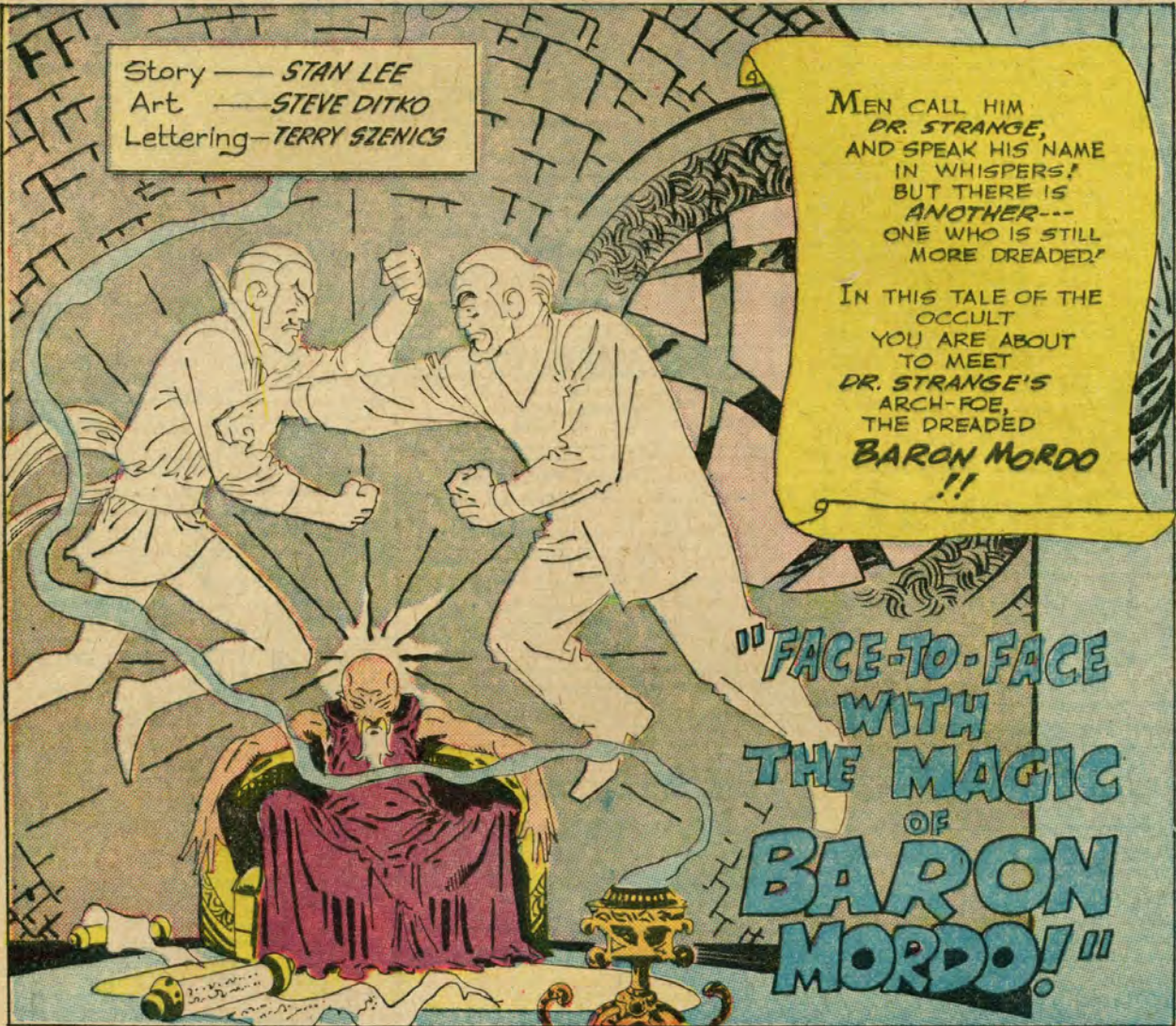


# Dr. STRANGE MASTER OF--- BLACK MAGIC

Story — STAN LEE  
Art — STEVE DITKO  
Lettering — TERRY SZENICS

MEN CALL HIM  
DR. STRANGE,  
AND SPEAK HIS NAME  
IN WHISPERS!  
BUT THERE IS  
ANOTHER---  
ONE WHO IS STILL  
MORE DREADED!

IN THIS TALE OF THE  
OCCULT  
YOU ARE ABOUT  
TO MEET  
DR. STRANGE'S  
ARCH-FOE,  
THE DREADED  
BARON MORDO  
!!



IN A HEAVILY-GUARDED, HIDDEN CASTLE IN THE HEART OF EUROPE, THE MOST DANGEROUS MENACE OF OUR TIME STANDS ALONE IN HIS DARKENED CHAMBER AND BROODS...

ONLY ONE MAN KNOWS MORE SECRETS OF BLACK MAGIC THAN I DO! AND HE IS THE ONE WHO TAUGHT ME YEARS AGO --- HE IS THE MASTER!!



BUT THE TIME HAS COME FOR ME TO WREST THOSE SECRETS FROM HIM! FOR IT IS I, BARON MORDO, WHO MUST BE THE MOST POWERFUL MAGICIAN OF ALL!



ONCE I HAVE CONQUERED THE MASTER, THEN I NEED NEVER AGAIN FEAR THE WRATH OF MY ARCH-FOE, DR. STRANGE! FOR I SHALL BE STRONGER THAN HE!



AND SO, IT IS TIME FOR ME TO ENTER A TRANCE ONCE AGAIN...



APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

# STRANGE TALES

MARVEL  
COMICS  
GROUP **12¢**

**112**  
SEPT.

I'M TOO LATE  
TO STOP  
**THE EEL!**  
THE ATOMIC  
EXPLOSION WILL  
OCCUR IN LESS  
THAN **ONE**  
**SECOND!**

SEE THE  
**HUMAN TORCH**  
ON THE BRINK OF  
DOOM, AS HE  
BATTLES...  
*"the* **LIVING  
BOMB!"**



*Also*  
IN THIS EPIC TALE:  
ANOTHER GREAT  
GUEST APPEARANCE  
OF THE FABULOUS  
**FANTASTIC  
FOUR!**



# BOYS! MEN!



*Mike Marvel*

## ARE YOU WEAK, ALWAYS TIRED, LACK PEP?

Whether you're thin and scrawny, or sagging with unsightly fat—my secret DYNAPLEX method will cram pep, vigor and red-blooded vitality into your puny, exhausted body. Once DYNAPLEX makes you a two-tided dynamo of manly brawn, rippling with power, glowing with magnetic sex-appeal—you'll be bursting with get-up-and-go. Man, you'll be really **ALIVE**—tingling with zest and rip-roaring energy—for the first time in years!

### PROOF!

"I tried two other systems, before my buddy told me about DYNAPLEX. It really works—and how! I've put two inches of solid muscle on my biceps, three inches on my chest. It's like magic!"

"I never thought you could build terrific muscles without exercises or weights. Started DYNAPLEX two weeks ago, and am building a great physique."

"E. G. Detroit, Mich.  
"DYNAPLEX is the best yet. Only three weeks, and I have more dates than I can handle! I am telling all my pals about DYNAPLEX."

F. S. Chicago, Ill.

## ARE YOU ASHAMED OF YOUR BODY NOW?

Pal—do **YOURSELF** a favor! Take a good long look in a mirror. Do you see a puny, starved body—scrawny arms—skinny shoulders—flabby stomach and skinny legs? Do girls laugh and fellows grin when you take off your shirt?

**BELIEVE IT OR NOT!**—I can add solid pounds of rippling, steely he-man **MEAT** to your build. I can take those skeleton arms and **PACK EVERY INCH** with explosive virile **MAN-MUSCLE**. I can take that caved-in chest and build on six rugged inches of strong sleek **MAN-SIZED BRAWN**. I can clothe your skinny frame with **GIANT RIPPLING DYNAPLEX MUSCLES** that will have the girls gasping with awe and admiration! And with **NO** tiring exercise, **NO** high-priced bar-bells or gym equipment!

Or is your problem a body sagging with soft rolls of unhealthy, unhandsome **FAT**? Puny muscles—sagging stomach—bloated face—arms heavy with layers of **SLUG-BEER**? Are you **ASHAMED** to go to the beach and let them see your **"FAT-MAN PHYSIQUE"**?

If so, wake up fella! **THIS IS IT!** I will melt off that fat and give you a lean virile **DYNAPLEX BODY**, armed with a sheath of hard tough handsome muscle. I can build you into a healthy, streamlined **HERCULES**—bursting with dynamic manly strength. I'll give you a taut rock-hard midsection—feet muscled like coiled steel springs. I can pack solid **DYNAMITE** into your fists and give you a rugged handsome build brim-full of the magnetic Super-Body Appeal which girls admire. And with **NO** starvation diets **NO** fatiguing calisthenics—**NO** expensive health-foods!

## HOW DYNAPLEX BUILDS BEAUTIFUL BODIES

DYNAPLEX is the modern miracle of body-building. It takes no tireless exercises, "crash" diets, protein foods, and no weights or bar-bells. DYNAPLEX is the amazing discovery of a West German Doctor

whose research into the Science of Strength found a thrilling new way to build **GIANT BRAVY MUSCLES** in ten minutes a day. With DYNAPLEX you "flex" each muscle once—in a certain way—that is more effective than if you exercised that muscle 20, 30, even 100 times the old-fashioned way. With DYNAPLEX you get bigger results in ten minutes than after hours of grunting and gasping, hefting heavy weights. DYNAPLEX coaxes each muscle in your body to bring out its round, steely fullness and satiny symmetry. DYNAPLEX packs that muscle with glowing vibrant new strength and energy—**FAST**. In ten minutes a day I can give your bony frame with healthy rippling muscles—give you a deep, powerful chest—solid shoulders and iron wrists—tough, slim midsection—and trim, steel-spring legs—simply thru **"DYNAPLEXING"** each muscle once a day! There's nothing wrong with the bar-bell and weight-lifting method—but who bores? Why waste time and money, why sweat and strain your way to a streamlined symmetrical **SAMSON-STRONG BODY**—when you can do it better—bigger—faster—easier with the **DYNAPLEX SECRET**?

## STRONG-MAN APPEAL ATTRACTS GIRLS

Be honest. Down deep you **KNOW** you envy the boy with the virile, magnificent build. Every man and boy secretly desires a broad brawny back, a solid man-muscled chest, handsome he-man shoulders, arms rippling with tough, steely sinews, a narrow waist, slim hips and springs, power-packed legs. Girls go for a fellow with **TWO-FISTED BIG MUSCLE SEX-APPEAL**—and they only laugh at skinny guys or "fatso's".

Let me give you a glowing new body, brimming over with energy and irresistible inches of solid muscle on your chest—he-man appeal. I can build three inches of beef and brawn on your shoulder. I will mold you a handsome super-body of terrific strength, give you a crushing grip, legs crammed with steel springs. A lean taut rock-solid muscle-proof midsection. Pack your body with energy and thrilling stamina that will have girls falling at your feet.

Mike Marvel System, Dept. 281 285 Market St., Newark, N.J.

## GIVE ME TEN MINUTES A DAY—THAT'S ALL!

After DYNAPLEX, you'll be able to roll up your sleeves and take off your shirt and, for the first time in your life, you'll be **PROUD** of your manly build. Yes, pal, say goodbye to your weak, flabby frame—get ready for adventure and romance with a solid physique that glows and vibrates with virile he-man appeal. You'll be really proud to have people see your **MAGNIFICENT HE-MAN-MUSCLES** at the beach or gym. And, when the girls crowd around to admire your iron biceps and your bulging brawny chest—when they ask in amazement how you did it—tell them about the mag's secret of DYNAPLEX!

Your Pal,  
**MIKE MARVEL**  
"Builder of Champion Bodies"

YOU PAY ONLY  
**1.98**  
COMPLETE  
NOTHING ELSE TO BUY

## FREE! 'SECRETS OF ATTRACTING GIRLS!'

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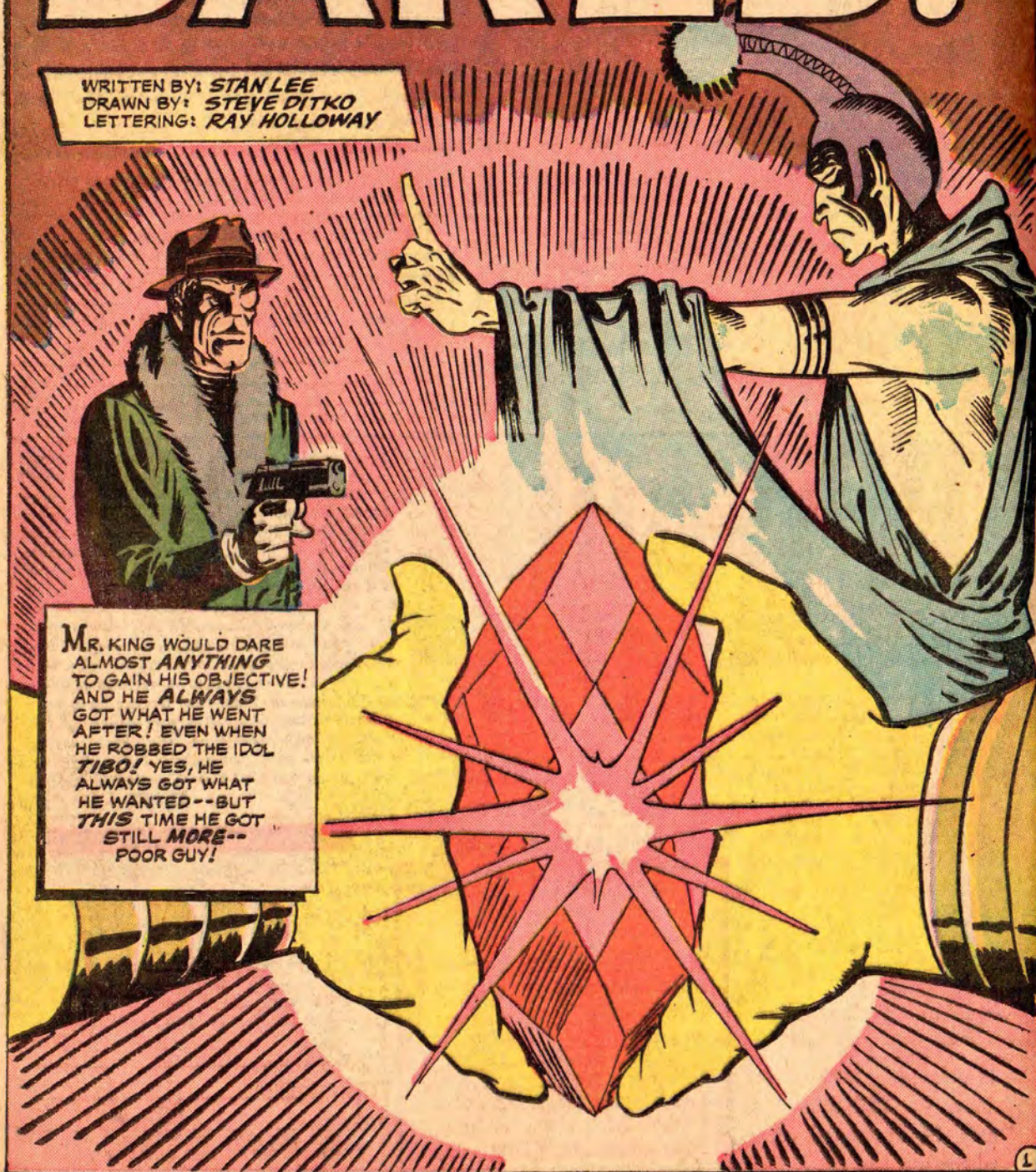
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# "THE MAN WHO DARED!"

WRITTEN BY: **STAN LEE**  
DRAWN BY: **STEVE DITKO**  
LETTERING: **RAY HOLLOWAY**



MR. KING WOULD DARE  
ALMOST **ANYTHING**  
TO GAIN HIS OBJECTIVE!  
AND HE **ALWAYS**  
GOT WHAT HE WENT  
AFTER! EVEN WHEN  
HE ROBBED THE IDOL  
**TIBO!** YES, HE  
ALWAYS GOT WHAT  
HE WANTED--BUT  
**THIS TIME HE GOT**  
**STILL MORE--**  
**POOR GUY!**